

Bylaws of Charisma's Heart

Article I: Name and Purpose

Section 1: Name

The name of the organization shall be Charisma's Heart, hereinafter referred to as the "Organization."

Section 2: Purpose

The purpose of the Organization shall be to provide safe and supportive residential housing for homeless individuals and families in need in Southern California. The Organization aims to address the root causes of homelessness by offering comprehensive services, including housing assistance, healthcare, counseling, education, and employment support, to promote stability, self-sufficiency, and community integration.

Article II: Governance Structure

Section 1: Board of Directors

1. The affairs of the Organization shall be managed by a Board of Directors, hereinafter referred to as the "Board."
2. The Board shall consist of the minimum of three directors, including the President, Vice President, Secretary, Treasurer, and up to twenty-five members.
3. Directors shall be elected by the members of the Organization, if any, or appointed by the existing Board members.
4. Directors shall serve staggered terms of two years, with four directors elected or appointed each year, or until their successors are duly elected and qualified.
5. The Board shall have the authority to establish policies, approve budgets, oversee programs, and exercise fiduciary responsibility for the Organization.

Article III: Membership

Section 1: Membership

Membership in the Organization shall be open to individuals, organizations, and entities that support the mission and objectives of the Organization.

Members shall have the right to attend meetings, vote on matters presented for membership vote, and participate in the activities and programs of the Organization.

Membership dues, if any, shall be determined by the Board and shall be payable annually.

Article IV: Meetings

Section 1: Board Meetings

1. The Board shall meet at least 10 times per year at a time and place determined by the President or by a majority of the Board members.
2. Special meetings of the Board may be called by the President or by a majority of the Board members with at least 14 days notice provided to all Board members via email.
3. A quorum for Board meetings shall consist of 75% of the total number of Board members.
4. Decisions of the Board shall be made by a majority vote of the Board members present at a meeting where a quorum is present.

Section 2: Membership Meetings

1. Membership meetings shall be held at least four times per year at a time and place determined by the Board.
2. Special membership meetings may be called by the President or by a majority of the Board members with at least fourteen days' notice provided to all members.
3. A quorum for membership meetings shall consist of 75% of the total number of members in good standing.
4. Decisions of the membership shall be made by a majority vote of the members present at a meeting where a quorum is present.

Article V: Officers

Section 1: Officers

1. The officers of the Organization shall consist of the President (CEO), Vice President, Secretary, and Treasurer (CFO).
2. Officers shall be elected by the Board from among its members and shall serve terms of two years or until their successors are duly elected and qualified.
3. Officers shall have the duties and responsibilities prescribed by the Board and shall perform such other duties as may be assigned to them from time to time.
4. The officers of the Organization may hold more than one office. The President may be both the CEO and the CFO. Additionally, officers may share the role of the Treasurer (CFO).

Article VI: Committees

Section 1: Committees

1. The Board may establish committees as necessary to carry out the work and mission of the Organization.
2. Committee members shall be appointed by the President or by the Board and shall serve at the pleasure of the Board.
3. Committees shall have the authority to conduct research, make recommendations, and take action within their designated areas of responsibility.

Article VII: Fiscal Matters

Section 1: Fiscal Year

The fiscal year of the Organization shall begin on July, 1st and end on June 30th of each year.

Section 2: Budget

1. The Board shall approve an annual budget for the Organization, which shall be prepared by the Treasurer and submitted to the Board for review and approval.
2. The budget shall include projected revenues, expenses, and allocations for programmatic activities, administration, and reserves.

Section 3: Financial Records

The Treasurer shall maintain accurate and complete financial records of the Organization's transactions and shall provide regular financial reports to the Board.

Article VIII: Amendments

Section 1: Amendments

These Bylaws may be amended by a two-thirds vote of the Board at any regular or special meeting, provided that written notice of the proposed amendment is given to all Board members at least fourteen days in advance.

Article IX: Dissolution

Section 1: Dissolution

In the event of dissolution, the assets of the Organization shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose.

In the event of dissolution for Officer's included in business filing documents (Articles of Incorporation, Statement of Information, etc), one must submit a written notice of resignation at least 14-days prior to departure, call a special election of replacement, and pay all fees to amend business filing documents.

Article X: Indemnification

Section 1: Indemnification

The Organization shall indemnify and hold harmless its directors, officers, employees, and agents to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned,

Charisma Hall

Charisma Hall, President 5/23/24

Rikisha Thomas

Rikisha D. Thomas 6/4/2024